

AGREEMENT

This Agreement ("Agreement") is made and entered into effective as of January 7, 2004 ("Effective Date") by and between **Cold Spring Harbor Laboratory**, having offices at One Bungtown Road, Cold Spring Harbor, New York 11724 ("CSHL") and **Genetica Incorporated**, having offices at 15 Springalls Wharf, 25 Bermondsey Wall West, London SE 16 4TL, UK ("Genetica"). (CSHL and Genetica are sometime referred to herein individually as a "Party" or collectively as the "Parties").

Genetica represents and warrants to CSHL that Schedule A, attached hereto, contains a complete list of RNAi Patent Rights as of the Effective Date of this Agreement. Genetica agrees to assign, and does hereby assign, to CSHL, free of charge, all right, title and interest in, to and under such RNAi Patent Rights throughout the world. If any rights in RNAi Patent Rights are held by employees of Genetica, Genetica shall cause any such employees to assign, free of charge, all right, title and interest in, to and under such inventions to CSHL within ten (10) days after the Effective Date of the Agreement. Upon CSHL's reasonable request and at CSHL's cost

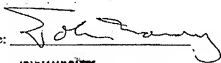
and expense, Genetica shall fully cooperate with CSHL in connection with such RNAi Patent Rights, including, without limitation, executing any and all papers and instruments as are necessary or helpful to CSHL in preparing, filing, prosecuting, maintaining, enforcing and transferring ownership, of such RNAi Patent Rights. Neither Genetica nor any of its employees shall have any rights in any RNAi Patent Rights.

IN WITNESS WHEREOF, the Parties have caused this Agreement to be executed by their duly authorized representatives on the date set forth above.

COLD SPRING HARBOR LABORATORY
("CSHL")

GENETICA INCORPORATED
("Genetica")

Name: _____



JOHN MARONEY
Director, Office of Technology Transfer

Title: _____

Name: _____



Title: _____

President

SCHEDULE A : RNAi Patents

Title: METHODS AND COMPOSITIONS FOR RNA INTERFERENCE
Country: AU Serial Number: 2001245793 Filed: 16 Mar-2001

Title: METHODS AND COMPOSITIONS FOR RNA INTERFERENCE
Country: CA Serial Number: 2403397 Filed: 16 Mar-2001

Title: METHODS AND COMPOSITIONS FOR RNA INTERFERENCE
Country: EP Serial Number: 019187525 Filed: 16 Mar-2001

Title: METHODS AND COMPOSITIONS FOR RNA INTERFERENCE
Country: IL Serial Number: 151781 Filed: 17 Sep-2002

Title: METHODS AND COMPOSITIONS FOR RNA INTERFERENCE
Country: JP Serial Number: 2001-567320 Filed: 16 Mar-2001

Title: METHODS AND COMPOSITIONS FOR RNA INTERFERENCE
Country: US Serial Number: 09/858862 Filed: 16 May-2001

Title: METHODS AND COMPOSITIONS FOR RNA INTERFERENCE
Country: US Serial Number: 09/866557 Filed: 24 May-2001

Title: METHODS AND COMPOSITIONS FOR RNA INTERFERENCE
Country: US Serial Number: 10/055797 Filed: 22 Jan-2002

Title: METHODS AND COMPOSITIONS FOR RNA INTERFERENCE
Country: US Serial Number: 10/350798 Filed: 24 Jan-2003

Title: METHODS AND COMPOSITIONS FOR RNA INTERFERENCE
Country: US Serial Number: 60/189739 Filed: 16 Mar-2000

Title: METHODS AND COMPOSITIONS FOR RNA INTERFERENCE
Country: US Serial Number: 60/243097 Filed: 24 Oct-2000

Title: METHODS AND COMPOSITIONS FOR RNA INTERFERENCE
Country: PCT Serial Number: US01/08435 Filed: 16 Mar-2001

Title: METHODS AND COMPOSITIONS FOR RNA INTERFERENCE
Country: PCT Serial Number: US03/01963 Filed: 22 Jan-2003

STATEMENT UNDER 37 CFR 3.73(b)

Applicant/Patent Owner: David Beach et al
Application No./Patent No.: 09/866,557 Filed/Issue Date: 05/24/2001

Entitled: Methods and compositions for RNA interference

Cold Spring Harbor Laboratory, a Educational Corporation
(Name of Assignee) (Type of Assignee, e.g., corporation, partnership, university, government agency, etc.)

states that it is:

1. ☒ the assignee of the entire right, title, and interest; or
2. ☐ an assignee of less than the entire right, title and interest.
(The extent (by percentage) of its ownership interest is _____ %)

In the patent application/patent identified above by virtue of either:

- A. ☐ An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the United States Patent and Trademark Office at Reel _____, Frame _____, or for which a copy thereof is attached.

OR

- B. ☒ A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as follows:

1. From: Emily Bernstein, Amy Caudy, Gregory Hannon To: Cold Spring Harbor Laboratory
The document was recorded in the United States Patent and Trademark Office at Reel 012416, Frame 0871, or for which a copy thereof is attached.
2. From: Scott Hammond To: Cold Spring Harbor Laboratory
The document was recorded in the United States Patent and Trademark Office at Reel 015474, Frame 0269, or for which a copy thereof is attached.
3. From: David Beach To: Genetica, Inc
The document was recorded in the United States Patent and Trademark Office at Reel 012416, Frame 0929, or for which a copy thereof is attached.

☒ Additional documents in the chain of title are listed on a supplemental sheet.

- ☒ As required by 37 CFR 3.73(b)(1)(i), the documentary evidence of the chain of title from the original owner to the assignee was, or concurrently is being, submitted for recordation pursuant to 37 CFR 3.11.

(NOTE: A separate copy (i.e., a true copy of the original assignment document(s)) must be submitted to Assignment Division in accordance with 37 CFR Part 3, to record the assignment in the records of the USPTO. See MPEP 302.08)

The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

John Maroney, J.D.
Signature
John Maroney, J.D.
Printed or Typed Name
Vice President, Office of Technology Transfer
Title

June 13, 2008
Date
516 387 8301
Telephone Number

STATEMENT UNDER 37 CFR 3.73(b) - Supplemental Sheet

Continuation of chain of title from the inventor(s) to the current assignee

4. From: Genetics, Inc. To: Cold Spring Harbor Laboratory
 The document was recorded in the United States Patent and Trademark Office at
 Reel _____, Frame _____, or for which a copy thereof is attached.
5. From: _____ To: _____
 The document was recorded in the United States Patent and Trademark Office at
 Reel _____, Frame _____, or for which a copy thereof is attached.
6. From: _____ To: _____
 The document was recorded in the United States Patent and Trademark Office at
 Reel _____, Frame _____, or for which a copy thereof is attached.
7. From: _____ To: _____
 The document was recorded in the United States Patent and Trademark Office at
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8. From: _____ To: _____
 The document was recorded in the United States Patent and Trademark Office at
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9. From: _____ To: _____
 The document was recorded in the United States Patent and Trademark Office at
 Reel _____, Frame _____, or for which a copy thereof is attached.